

**Exhibit B**

**Monthly Statements**

UNITED STATES DISTRICT COURT  
DISTRICT OF PUERTO RICO

-----X

In re:	PROMESA
	Title III
THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,	
as representative of	No. 17 BK 3283-LTS
THE COMMONWEALTH OF PUERTO RICO, <i>et al.</i> ,	(Jointly Administered)
Debtors. <sup>1</sup>	

-----X

In re:

THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,	PROMESA
	Title III
as representative of	
PUERTO RICO PUBLIC BUILDINGS AUTHORITY,	No. 19 BK 5523-LTS
Debtor.	(Joint Administration Requested)

-----X

**COVER SHEET TO FOURTEENTH MONTHLY FEE APPLICATION OF  
PROSKAUER ROSE LLP AS ATTORNEYS TO THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO, AS REPRESENTATIVE OF DEBTOR,  
PUERTO RICO PUBLIC BUILDINGS AUTHORITY ("PBA")  
FOR THE PERIOD NOVEMBER 1, 2020 THROUGH NOVEMBER 30, 2020**

<sup>1</sup> The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK-3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17-BK-3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17-BK-3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17-BK-3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17-BK-4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5233-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

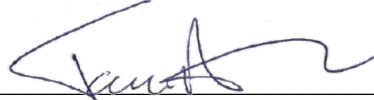
Name of Applicant:	<u>Proskauer Rose LLP (“Proskauer”)</u>
Authorized to Provide Professional Services to:	Financial Oversight and Management Board, as Representative for the Debtor Pursuant to <u>PROMESA Section 315(b)</u>
Period for which compensation and reimbursement for fees and services is sought:	<u>November 1, 2020 through November 30, 2020</u>
Amount of compensation sought as actual, reasonable and necessary:	<u>\$319.80</u>
Amount of expense reimbursement sought as actual, reasonable and necessary:	<u>\$0.00</u>
Total Amount for these Invoices:	<u>\$319.80</u>

This is a: X monthly \_\_ interim \_\_ final application.

This is Proskauer’s 14th monthly fee application in these cases.

**Principal Certification**

I hereby authorize the submission of this Monthly Fee Statement for November 2020.

A handwritten signature in blue ink, appearing to read 'Jaime A. El Koury', is written over a horizontal line.

Jaime A. El Koury  
General Counsel to the Financial Oversight and  
Management Board for Puerto Rico

On January 11, 2021 sent to:

**FOMB:**

Financial Oversight and Management Board  
40 Washington Square South  
Office 314A  
New York, NY 10012  
Attn: Professor Arthur J. Gonzalez  
FOMB Board Member

O'Neill & Borges LLC  
250 Muñoz Rivera Ave., Suite 800  
San Juan, PR 00918  
Attn: Hermann D. Bauer, Esq.

**Office of United States Trustee**

Office of the United States Trustee for the District of  
Puerto Rico  
Edificio Ochoa, 500 Tanca Street, Suite 301  
San Juan, PR 00901  
(In re: Commonwealth of Puerto Rico)

Office of the United States Trustee for Region 21  
75 Spring Street, SW, Room 362  
Atlanta, GA 30303  
Attn: Guy G. Gebhardt  
Acting United States Trustee (Region 21)  
(In re: Commonwealth of Puerto Rico)

**Co-Counsel for the Official Committee of Unsecured  
Creditors:**

Paul Hastings LLP  
200 Park Avenue  
New York, NY 10166  
Attn: Luc. A. Despina, Esq.

Casillas, Santiago & Torres, LLC  
El Caribe Office Building  
53 Palmeras Street, Ste. 1601  
San Juan, Puerto Rico 00901-2419  
Attn: Juan J. Casillas Ayala, Esq.  
Alberto J. E. Añeses Negrón, Esq.

**Co-Counsel for the Fee Examiner**

Godfrey & Kahn S.C.  
One East Main Street, Suite 500  
Madison, WI 53703  
Attn: Katherine Stadler

EDGE Legal Strategies, PSC  
252 Ponce de León Avenue  
Citibank Tower, 12<sup>th</sup> Floor  
San Juan, PR 00918  
Attn: Eyck O. Lugo

**Co-Counsel for AAFAF:**

O'Melveny & Myers LLP,  
Times Square Tower  
7 Times Square  
New York, NY 10036  
Attn: John J. Rapisardi, Esq.  
Suzanne Uhland, Esq.  
Diana M. Perez, Esq.

Marini Pietrantonio Muñoz LLC  
MCS Plaza, Suite 500  
255 Ponce de León Ave  
San Juan, PR 00917  
Attn: Luis C. Marini-Biaggi, Esq.  
Carolina Velaz-Rivero, Esq.

**Co-Counsel for the Official Committee of Retirees:**

Jenner & Block LLP  
919 Third Avenue  
New York, NY 10022-3908  
Attn.: Robert Gordon, Esq.  
Richard Levin, Esq.

Jenner & Block LLP  
353 N. Clark Street  
Chicago, IL 60654  
Attn.: Catherine Steege, Esq.  
Melissa Root, Esq.

Bennazar, García & Milián, C.S.P.  
Edificio Union Plaza, PH-A  
416 Avenida Ponce de León  
Hato Rey, PR 00918  
Attn.: A.J. Bennazar-Zequeira, Esq.

**Puerto Rico Department of Treasury**

PO Box 9024140  
San Juan, PR 00902-4140  
Attn: Reylam Guerra Goderich, Deputy Assistant of  
Central Accounting  
Omar E. Rodríguez Pérez, CPA, Assistant  
Secretary of Central Accounting  
Angel L. Pantoja Rodríguez, Deputy Assistant of  
Internal Revenue and Tax Policy  
Francisco Parés Alicea, Assistant Secretary of  
Internal Revenue and Tax Policy  
Francisco Peña Montañez, CPA, Assistant  
Secretary of the Treasury

**Summary of Legal Fees for the Period November 2020**

PBA - General			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
207	Non-Board Court Filings	0.20	\$157.80
218	Employment and Fee Applications	0.60	\$162.00
Total		0.80	\$ 319.80

Summary of Legal Fees for the Period November 2020

**ACROSS ALL PBA-RELATED MATTERS**

<b>Professional</b>	<b>Position/Title</b>	<b>Department</b>	<b>Hourly Billing Rate</b>	<b>Total Billed Hours</b>	<b>Total Compensation</b>
Steve Ma	Associate	BSGR & B	\$789.00	0.20	\$157.80
<b>TOTAL</b>				<b>0.20</b>	<b>\$157.80</b>

<b>Paraprofessional</b>	<b>Position/Title</b>	<b>Department</b>	<b>Hourly Billing Rate</b>	<b>Total Billed Hours</b>	<b>Total Compensation</b>
Natasha Petrov	Legal Assistant	BSGR & B	\$270.00	0.60	\$162.00
<b>TOTAL</b>				<b>0.60</b>	<b>\$162.00</b>

<b>SUMMARY OF LEGAL FEES</b>	<b><u>Hours</u> 0.80</b>	<b><u>Fees</u> \$319.80</b>
------------------------------	------------------------------	---------------------------------

Summary of Disbursements for the period November 2020

**ACROSS ALL PBA-RELATED MATTERS**

<b>EXPENSE CATEGORY</b>	<b>AMOUNTS</b>
N/A	\$0.00
<b>TOTAL</b>	<b>\$0.00</b>



Proskauer requests payment of fees and reimbursement of expenses in accordance with the procedures set forth in the Interim Compensation Order (*i.e.*, payment of ninety percent (90%) of the compensation sought, in the amount of \$287.82, and reimbursement of one-hundred percent (100%) of expenses incurred, in the amount of \$0.00) in the total amount \$287.82.

### **Professional Certification**

I hereby certify that no public servant of the Department of Treasury is a party to or has any interest in the gains or benefits derived from the contract that is the basis of this invoice. The only consideration for providing services under the contract is the payment agreed upon with the authorized representatives of the Financial Oversight and Management Board for Puerto Rico. The amount of this invoice is reasonable. The services were rendered and the corresponding payment has not been made. To the best of my knowledge, Proskauer Rose LLP does not have any debts owed to the Government of Puerto Rico or its instrumentalities.

/s/ Martin J. Bienenstock  
Martin J. Bienenstock (*pro hac vice*)

Proskauer Rose LLP  
Eleven Times Square  
New York, NY 10036  
Tel: (212) 969-3000  
Fax: (212) 969-2900

## **Exhibit A**

**Client Name**  
**Matter Name**FOMB (33260)  
PROMESA TITLE III: PBA (0083)

Exhibit B Page 12 of 44

**Invoice Date**  
**Invoice Number**08 Jan 2021  
21009879**Task Summary**

<b>Task</b>	<b>Hours</b>	<b><u>Fees Incurred</u></b>
207 Non-Board Court Filings	0.20	157.80
218 Employment and Fee Applications	0.60	162.00
<b>Total Fees</b>	<b>0.80</b>	<b>\$ 319.80</b>

Client Name  
Matter NameFOMB (33260)  
PROMESA TITLE III: PBA (0083)

Exhibit B Page 13 of 44

Invoice Date  
Invoice Number08 Jan 2021  
21009879

Description of Services Rendered					
<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
<b>Non-Board Court Filings – 207</b>					
24 Nov 2020	Ma, Steve	207	Review and comment on extension of deadlines motion for administrative expense motion.	0.20	157.80
<b>Non-Board Court Filings Sub-Total</b>				<b>0.20</b>	<b>\$157.80</b>
<b>Employment and Fee Applications – 218</b>					
19 Nov 2020	Petrov, Natasha B.	218	Draft Proskauer third interim fee application.	0.60	162.00
<b>Employment and Fee Applications Sub-Total</b>				<b>0.60</b>	<b>\$162.00</b>

Client Name  
Matter NameFOMB (33260)  
PROMESA TITLE III: PBA (0083)

Exhibit B Page 14 of 44

Invoice Date  
Invoice Number08 Jan 2021  
21009879**Timekeeper Summary**

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Fees Amount</u>
<b><u>Associate</u></b>			
Ma, Steve	0.20	789.00	157.80
<b>Total Associate</b>	<b>0.20</b>		<b>\$ 157.80</b>
<b><u>Legal Assistant</u></b>			
Petrov, Natasha B.	0.60	270.00	162.00
<b>Total Legal Assistant</b>	<b>0.60</b>		<b>\$ 162.00</b>
<b>Professional Fees</b>	<b>0.80</b>		<b>\$ 319.80</b>
<b>Total Billed</b>			<b>\$ 319.80</b>

UNITED STATES DISTRICT COURT  
DISTRICT OF PUERTO RICO

-----X

In re:	PROMESA Title III
THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,	
as representative of	No. 17 BK 3283-LTS
THE COMMONWEALTH OF PUERTO RICO, <i>et al.</i> ,	(Jointly Administered)
Debtors. <sup>1</sup>	

-----X

In re:

THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,	PROMESA Title III
as representative of	
PUERTO RICO PUBLIC BUILDINGS AUTHORITY,	No. 19 BK 5523-LTS
Debtor.	(Joint Administration Requested)

-----X

**COVER SHEET TO FIFTEENTH MONTHLY FEE APPLICATION OF PROSKAUER  
ROSE LLP AS ATTORNEYS TO THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO, AS REPRESENTATIVE OF DEBTOR,  
PUERTO RICO PUBLIC BUILDINGS AUTHORITY ("PBA")  
FOR THE PERIOD DECEMBER 1, 2020 THROUGH DECEMBER 31, 2020**

<sup>1</sup> The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK-3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17-BK-3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17-BK-3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17-BK-3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17-BK-4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5233-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

Name of Applicant:	<u>Proskauer Rose LLP (“Proskauer”)</u>
Authorized to Provide Professional Services to:	Financial Oversight and Management Board, as Representative for the Debtor Pursuant to <u>PROMESA Section 315(b)</u>
Period for which compensation and reimbursement for fees and services is sought:	<u>December 1, 2020 through December 31, 2020</u>
Amount of compensation sought as actual, reasonable and necessary:	<u>\$5,760.30</u>
Amount of expense reimbursement sought as actual, reasonable and necessary:	<u>\$0.00</u>
Total Amount for these Invoices:	<u>\$5,760.30</u>

This is a: X monthly \_\_\_ interim \_\_\_ final application.

This is Proskauer’s 15th monthly fee application in these cases.



**Principal Certification**

I hereby authorize the submission of this Monthly Fee Statement for December 2020.

A handwritten signature in blue ink, appearing to read 'Jaime A. El Koury', is positioned above a horizontal line.

Jaime A. El Koury  
General Counsel to the Financial Oversight and  
Management Board for Puerto Rico

On January 28, 2021 sent to:

**FOMB:**

Financial Oversight and Management Board  
40 Washington Square South  
Office 314A  
New York, NY 10012  
Attn: Professor Arthur J. Gonzalez  
FOMB Board Member

O'Neill & Borges LLC  
250 Muñoz Rivera Ave., Suite 800  
San Juan, PR 00918  
Attn: Hermann D. Bauer, Esq.

**Office of United States Trustee**

Office of the United States Trustee for the District of  
Puerto Rico  
Edificio Ochoa, 500 Tanca Street, Suite 301  
San Juan, PR 00901  
(In re: Commonwealth of Puerto Rico)

Office of the United States Trustee for Region 21  
75 Spring Street, SW, Room 362  
Atlanta, GA 30303  
Attn: Guy G. Gebhardt  
Acting United States Trustee (Region 21)  
(In re: Commonwealth of Puerto Rico)

**Co-Counsel for the Official Committee of Unsecured  
Creditors:**

Paul Hastings LLP  
200 Park Avenue  
New York, NY 10166  
Attn: Luc. A. Despina, Esq.

Casillas, Santiago & Torres, LLC  
El Caribe Office Building  
53 Palmeras Street, Ste. 1601  
San Juan, Puerto Rico 00901-2419  
Attn: Juan J. Casillas Ayala, Esq.  
Alberto J. E. Añeses Negrón, Esq.

**Co-Counsel for the Fee Examiner**

Godfrey & Kahn S.C.  
One East Main Street, Suite 500  
Madison, WI 53703  
Attn: Katherine Stadler

EDGE Legal Strategies, PSC  
252 Ponce de León Avenue  
Citibank Tower, 12<sup>th</sup> Floor  
San Juan, PR 00918  
Attn: Eyck O. Lugo

**Co-Counsel for AAFAF:**

O'Melveny & Myers LLP,  
Times Square Tower  
7 Times Square  
New York, NY 10036  
Attn: John J. Rapisardi, Esq.  
Suzanne Uhland, Esq.  
Diana M. Perez, Esq.

Marini Pietrantonio Muñoz LLC  
MCS Plaza, Suite 500  
255 Ponce de León Ave  
San Juan, PR 00917  
Attn: Luis C. Marini-Biaggi, Esq.  
Carolina Velaz-Rivero, Esq.

**Co-Counsel for the Official Committee of Retirees:**

Jenner & Block LLP  
919 Third Avenue  
New York, NY 10022-3908  
Attn.: Robert Gordon, Esq.  
Richard Levin, Esq.

Jenner & Block LLP  
353 N. Clark Street  
Chicago, IL 60654  
Attn.: Catherine Steege, Esq.  
Melissa Root, Esq.

Bennazar, García & Milián, C.S.P.  
Edificio Union Plaza, PH-A  
416 Avenida Ponce de León  
Hato Rey, PR 00918  
Attn.: A.J. Bennazar-Zequeira, Esq.

**Puerto Rico Department of Treasury**

PO Box 9024140  
San Juan, PR 00902-4140  
Attn: Reylam Guerra Goderich, Deputy Assistant of  
Central Accounting  
Omar E. Rodríguez Pérez, CPA, Assistant  
Secretary of Central Accounting  
Angel L. Pantoja Rodríguez, Deputy Assistant of  
Internal Revenue and Tax Policy  
Francisco Parés Alicea, Assistant Secretary of  
Internal Revenue and Tax Policy  
Francisco Peña Montañez, CPA, Assistant  
Secretary of the Treasury

**Summary of Legal Fees for the Period December 2020**

PBA - General			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
204	Communications with Claimholders	0.50	\$394.50
206	Documents Filed on Behalf of the Board	3.10	\$2,445.90
210	Analysis and Strategy	1.10	\$867.90
212	General Administration	3.60	\$972.00
218	Employment and Fee Applications	4.00	\$1,080.00
Total		12.30	\$5,760.30

**Summary of Legal Fees for the Period December 2020**

**ACROSS ALL PBA-RELATED MATTERS**

<b>Professional</b>	<b>Position/Title</b>	<b>Department</b>	<b>Hourly Billing Rate</b>	<b>Total Billed Hours</b>	<b>Total Compensation</b>
Brian S. Rosen	Partner	BSGR & B	\$789.00	1.40	\$1,104.60
Brooke H. Blackwell	Associate	Corporate	\$789.00	1.40	\$1,104.60
Joshua A. Esses	Associate	BSGR & B	\$789.00	1.40	\$1,104.60
Laura Stafford	Associate	Litigation	\$789.00	0.40	\$315.60
Steve Ma	Associate	BSGR & B	\$789.00	0.10	\$78.90
<b>TOTAL</b>				<b>4.70</b>	<b>\$3,708.30</b>

<b>Paraprofessional</b>	<b>Position/Title</b>	<b>Department</b>	<b>Hourly Billing Rate</b>	<b>Total Billed Hours</b>	<b>Total Compensation</b>
Natasha Petrov	Legal Assistant	BSGR & B	\$270.00	4.00	\$1,080.00
Tal J. Singer	Legal Assistant	BSGR & B	\$270.00	3.60	\$972.00
<b>TOTAL</b>				<b>7.60</b>	<b>\$2,052.00</b>

<b>SUMMARY OF LEGAL FEES</b>	<b><u>Hours</u> 12.30</b>	<b><u>Fees</u> \$5,760.30</b>
------------------------------	-------------------------------	-----------------------------------

Summary of Disbursements for the period December 2020

**ACROSS ALL PBA-RELATED MATTERS**

<b>EXPENSE CATEGORY</b>	<b>AMOUNTS</b>
N/A	\$0.00
<b>TOTAL</b>	<b>\$0.00</b>

Proskauer requests payment of fees and reimbursement of expenses in accordance with the procedures set forth in the Interim Compensation Order (*i.e.*, payment of ninety percent (90%) of the compensation sought, in the amount of \$5,184.27, and reimbursement of one-hundred percent (100%) of expenses incurred, in the amount of \$0.00) in the total amount \$5,184.27.

### **Professional Certification**

I hereby certify that no public servant of the Department of Treasury is a party to or has any interest in the gains or benefits derived from the contract that is the basis of this invoice. The only consideration for providing services under the contract is the payment agreed upon with the authorized representatives of the Financial Oversight and Management Board for Puerto Rico. The amount of this invoice is reasonable. The services were rendered and the corresponding payment has not been made. To the best of my knowledge, Proskauer Rose LLP does not have any debts owed to the Government of Puerto Rico or its instrumentalities.

/s/ Martin J. Bienenstock  
Martin J. Bienenstock (*pro hac vice*)

Proskauer Rose LLP  
Eleven Times Square  
New York, NY 10036  
Tel: (212) 969-3000  
Fax: (212) 969-2900

## **Exhibit A**



**Client Name**  
**Matter Name**FOMB (33260)  
PROMESA TITLE III: PBA (0083)

Exhibit B Page 25 of 44

**Invoice Date**  
**Invoice Number**28 Jan 2021  
21014776**Task Summary**

<b>Task</b>	<b>Hours</b>	<b><u>Fees Incurred</u></b>
204 Communications with Claimholders	0.50	394.50
206 Documents Filed on Behalf of the Board	3.10	2,445.90
210 Analysis and Strategy	1.10	867.90
212 General Administration	3.60	972.00
218 Employment and Fee Applications	4.00	1,080.00
<b>Total Fees</b>	<b>12.30</b>	<b>\$ 5,760.30</b>

Client Name  
Matter NameFOMB (33260)  
PROMESA TITLE III: PBA (0083)

Exhibit B Page 26 of 44

Invoice Date  
Invoice Number28 Jan 2021  
21014776

Description of Services Rendered					
<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
<b>Communications with Claimholders – 204</b>					
22 Dec 2020	Rosen, Brian S.	204	Review R. Holm memorandum regarding IRS payment/claim (0.10); Memorandum to R. Holm regarding same (0.10); Memorandum to N. Jaresko regarding same (0.10).	0.30	236.70
24 Dec 2020	Rosen, Brian S.	204	Review R. Holm memorandum regarding PBA/IRS payment (0.10); Memorandum to R. Holm regarding same (0.10).	0.20	157.80
<b>Communications with Claimholders Sub-Total</b>				<b>0.50</b>	<b>\$394.50</b>
<b>Documents Filed on Behalf of the Board – 206</b>					
11 Dec 2020	Esses, Joshua A.	206	Draft PBA removal motion.	0.20	157.80
14 Dec 2020	Esses, Joshua A.	206	Draft motion to extend removal time (0.60); Draft 365(d)(4) extension motion (0.30).	0.90	710.10
15 Dec 2020	Blackwell, Brooke H.	206	E-mail with T. Singer regarding 365(d)(4) extension (0.20); Review draft of same (0.60).	0.80	631.20
15 Dec 2020	Esses, Joshua A.	206	Draft PBA removal extension motion.	0.30	236.70
17 Dec 2020	Rosen, Brian S.	206	Teleconference with L. Stafford regarding removal motion (0.10); Review and revise same (0.20); Memorandum to L. Stafford regarding same (0.10); Memorandum to J. Esses regarding same (0.10).	0.50	394.50
18 Dec 2020	Stafford, Laura	206	Review and revise PBA motion to extend time to file notices of removal (0.40).	0.40	315.60
<b>Documents Filed on Behalf of the Board Sub-Total</b>				<b>3.10</b>	<b>\$2,445.90</b>
<b>Analysis and Strategy – 210</b>					
03 Dec 2020	Rosen, Brian S.	210	Review J. Esses memorandum regarding admin rent claim (0.10); Memorandum to J. Esses regarding same (0.10).	0.20	157.80
03 Dec 2020	Ma, Steve	210	Follow-up on status of Medina administrative expense motion.	0.10	78.90

Client Name  
Matter NameFOMB (33260)  
PROMESA TITLE III: PBA (0083)

Exhibit B Page 27 of 44

Invoice Date  
Invoice Number28 Jan 2021  
21014776

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
11 Dec 2020	Rosen, Brian S.	210	Memorandum to J. Esses regarding lease/ removal deadlines (0.10); Review J. Esses memorandum regarding same (0.10).	0.20	157.80
14 Dec 2020	Blackwell, Brooke H.	210	E-mail with L. Stafford and J. Esses regarding 365(d)(4) deadline and extension motion (0.20).	0.20	157.80
28 Dec 2020	Blackwell, Brooke H.	210	E-mail with P. Possinger, E. Barak, and J. Esses regarding 365(d)(4) extensions (0.20).	0.20	157.80
29 Dec 2020	Blackwell, Brooke H.	210	E-mail with P. Possinger, E. Barak, and J. Esses regarding 365(d)(4) extensions (0.20).	0.20	157.80
<b>Analysis and Strategy Sub-Total</b>				<b>1.10</b>	<b>\$867.90</b>
<b>General Administration – 212</b>					
11 Dec 2020	Singer, Tal J.	212	E-mail L. Stafford regarding extension of time to file notices of removal.	0.20	54.00
15 Dec 2020	Singer, Tal J.	212	Draft PBA motion to extend time to assume or reject contracts (0.60); E-mail with B. Blackwell regarding same (0.20); E-mail with N. Oloumi regarding same (0.20); E-mails to J. Esses regarding same (0.10).	1.10	297.00
28 Dec 2020	Singer, Tal J.	212	Review and revise notice of presentment for 365(d)(4) extension (0.50); Review and revise exhibits to same (1.20); Communications with document services regarding exhibits (0.20); Communications with B. Blackwell regarding same (0.30).	2.20	594.00
29 Dec 2020	Singer, Tal J.	212	E-mail J. Esses, P. Possinger, B. Blackwell and E. Barak regarding PBA motion to extend time to assume or reject unexpired leases (0.10).	0.10	27.00
<b>General Administration Sub-Total</b>				<b>3.60</b>	<b>\$972.00</b>
<b>Employment and Fee Applications – 218</b>					
01 Dec 2020	Petrov, Natasha B.	218	Draft Proskauer third interim fee application (2.40); Draft exhibits to same (1.20).	3.60	972.00
03 Dec 2020	Petrov, Natasha B.	218	Review monthly statements for certain entries for third interim fee application.	0.40	108.00
<b>Employment and Fee Applications Sub-Total</b>				<b>4.00</b>	<b>\$1,080.00</b>

Client Name  
Matter NameFOMB (33260)  
PROMESA TITLE III: PBA (0083)

Exhibit B Page 28 of 44

Invoice Date  
Invoice Number28 Jan 2021  
21014776**Timekeeper Summary**

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Fees Amount</u>
<b><u>Partner</u></b>			
Rosen, Brian S.	1.40	789.00	1,104.60
<b>Total Partner</b>	<b>1.40</b>		<b>\$ 1,104.60</b>
<b><u>Associate</u></b>			
Blackwell, Brooke H.	1.40	789.00	1,104.60
Esses, Joshua A.	1.40	789.00	1,104.60
Ma, Steve	0.10	789.00	78.90
Stafford, Laura	0.40	789.00	315.60
<b>Total Associate</b>	<b>3.30</b>		<b>\$ 2,603.70</b>
<b><u>Legal Assistant</u></b>			
Petrov, Natasha B.	4.00	270.00	1,080.00
Singer, Tal J.	3.60	270.00	972.00
<b>Total Legal Assistant</b>	<b>7.60</b>		<b>\$ 2,052.00</b>
<b>Professional Fees</b>	<b>12.30</b>		<b>\$ 5,760.30</b>
<b>Total Billed</b>			<b>\$ 5,760.30</b>

UNITED STATES DISTRICT COURT  
DISTRICT OF PUERTO RICO

-----X

In re:	PROMESA Title III
THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,	
as representative of	No. 17 BK 3283-LTS
THE COMMONWEALTH OF PUERTO RICO, <i>et al.</i> ,	(Jointly Administered)
Debtors. <sup>1</sup>	

-----X

In re:

THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,	PROMESA Title III
as representative of	
PUERTO RICO PUBLIC BUILDINGS AUTHORITY,	No. 19 BK 5523-LTS
Debtor.	(Joint Administration Requested)

-----X

**COVER SHEET TO SIXTEENTH MONTHLY FEE APPLICATION OF PROSKAUER  
ROSE LLP AS ATTORNEYS TO THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO, AS REPRESENTATIVE OF DEBTOR,  
PUERTO RICO PUBLIC BUILDINGS AUTHORITY ("PBA")  
FOR THE PERIOD JANUARY 1, 2021 THROUGH JANUARY 31, 2021**

---

<sup>1</sup> The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK-3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17-BK-3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17-BK-3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17-BK-3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17-BK-4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5233-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

**ALL FEES IN THIS MONTHLY FEE STATEMENT WERE INCURRED OUTSIDE OF  
PUERTO RICO**

Name of Applicant:	<u>Proskauer Rose LLP (“Proskauer”)</u>
Authorized to Provide Professional Services to:	Financial Oversight and Management Board, as Representative for the Debtor Pursuant to <u>PROMESA Section 315(b)</u>
Period for which compensation and reimbursement for fees and services is sought:	<u>January 1, 2021 through January 31, 2021</u>
Amount of compensation sought as actual, reasonable and necessary:	<u>\$6,192.00</u>
Amount of expense reimbursement sought as actual, reasonable and necessary:	<u>\$344.00</u>
Total Amount for these Invoices:	<u>\$6,536.00</u>

This is a: X monthly \_\_\_ interim \_\_\_ final application.

This is Proskauer’s 16th monthly fee application in these cases.

**Principal Certification**

I hereby authorize the submission of this Monthly Fee Statement for January 2021.

A handwritten signature in blue ink, appearing to read 'Jaime A. El Koury', is written over a horizontal line.

Jaime A. El Koury  
General Counsel to the Financial Oversight and  
Management Board for Puerto Rico

On February 25, 2021 sent to:

**FOMB:**

Financial Oversight and Management Board  
40 Washington Square South  
Office 314A  
New York, NY 10012  
Attn: Professor Arthur J. Gonzalez  
FOMB Board Member

O'Neill & Borges LLC  
250 Muñoz Rivera Ave., Suite 800  
San Juan, PR 00918  
Attn: Hermann D. Bauer, Esq.

**Office of United States Trustee**

Office of the United States Trustee for the District of  
Puerto Rico  
Edificio Ochoa, 500 Tanca Street, Suite 301  
San Juan, PR 00901  
(In re: Commonwealth of Puerto Rico)

Office of the United States Trustee for Region 21  
75 Spring Street, SW, Room 362  
Atlanta, GA 30303  
Attn: Guy G. Gebhardt  
Acting United States Trustee (Region 21)  
(In re: Commonwealth of Puerto Rico)

**Co-Counsel for the Official Committee of Unsecured  
Creditors:**

Paul Hastings LLP  
200 Park Avenue  
New York, NY 10166  
Attn: Luc. A. Despina, Esq.

Casillas, Santiago & Torres, LLC  
El Caribe Office Building  
53 Palmeras Street, Ste. 1601  
San Juan, Puerto Rico 00901-2419  
Attn: Juan J. Casillas Ayala, Esq.  
Alberto J. E. Añeses Negrón, Esq.

**Co-Counsel for the Fee Examiner**

Godfrey & Kahn S.C.  
One East Main Street, Suite 500  
Madison, WI 53703  
Attn: Katherine Stadler

EDGE Legal Strategies, PSC  
252 Ponce de León Avenue  
Citibank Tower, 12<sup>th</sup> Floor  
San Juan, PR 00918  
Attn: Eyck O. Lugo

**Co-Counsel for AAFAF:**

O'Melveny & Myers LLP,  
Times Square Tower  
7 Times Square  
New York, NY 10036  
Attn: John J. Rapisardi, Esq.  
Suzanne Uhland, Esq.  
Diana M. Perez, Esq.

Marini Pietrantonio Muñoz LLC  
MCS Plaza, Suite 500  
255 Ponce de León Ave  
San Juan, PR 00917  
Attn: Luis C. Marini-Biaggi, Esq.  
Carolina Velaz-Rivero, Esq.

**Co-Counsel for the Official Committee of Retirees:**

Jenner & Block LLP  
919 Third Avenue  
New York, NY 10022-3908  
Attn.: Robert Gordon, Esq.  
Richard Levin, Esq.

Jenner & Block LLP  
353 N. Clark Street  
Chicago, IL 60654  
Attn.: Catherine Steege, Esq.  
Melissa Root, Esq.

Bennazar, García & Milián, C.S.P.  
Edificio Union Plaza, PH-A  
416 Avenida Ponce de León  
Hato Rey, PR 00918  
Attn.: A.J. Bennazar-Zequeira, Esq.

**Puerto Rico Department of Treasury**

PO Box 9024140  
San Juan, PR 00902-4140  
Attn: Reylam Guerra Goderich, Deputy Assistant of  
Central Accounting  
Omar E. Rodríguez Pérez, CPA, Assistant  
Secretary of Central Accounting  
Angel L. Pantoja Rodríguez, Deputy Assistant of  
Internal Revenue and Tax Policy  
Francisco Parés Alicea, Assistant Secretary of  
Internal Revenue and Tax Policy  
Francisco Peña Montañez, CPA, Assistant  
Secretary of the Treasury



**Summary of Legal Fees for the Period January 2021**

<b>PBA - General</b>			
<b>Task Code</b>	<b>Matter Description</b>	<b>Total Billed Hours</b>	<b>Total Fees Requested</b>
206	Documents Filed on Behalf of the Board	5.40	\$4,260.60
210	Analysis and Strategy	0.60	\$473.40
212	General Administration	1.20	\$324.00
218	Employment and Fee Applications	4.20	\$1,134.00
<b>Total</b>		<b>11.40</b>	<b>\$6,192.00</b>

**Summary of Legal Fees for the Period January 2021**

**ACROSS ALL PBA-RELATED MATTERS**

<b>Professional</b>	<b>Position/Title</b>	<b>Department</b>	<b>Hourly Billing Rate</b>	<b>Total Billed Hours</b>	<b>Total Compensation</b>
Brian S. Rosen	Partner	BSGR & B	\$789.00	0.10	\$78.90
Paul Possinger	Partner	BSGR & B	\$789.00	1.00	\$789.00
Brooke H. Blackwell	Associate	Corporate	\$789.00	4.70	\$3,708.30
Joshua A. Esses	Associate	BSGR & B	\$789.00	0.10	\$78.90
Megan R. Volin	Associate	Corporate	\$789.00	0.10	\$78.90
<b>TOTAL</b>				<b>6.00</b>	<b>\$4,734.00</b>

<b>Paraprofessional</b>	<b>Position/Title</b>	<b>Department</b>	<b>Hourly Billing Rate</b>	<b>Total Billed Hours</b>	<b>Total Compensation</b>
Natasha Petrov	Legal Assistant	BSGR & B	\$270.00	4.20	\$1,134.00
Tal J. Singer	Legal Assistant	BSGR & B	\$270.00	1.20	\$324.00
<b>TOTAL</b>				<b>5.40</b>	<b>\$1,458.00</b>

<b>SUMMARY OF LEGAL FEES</b>	<b><u>Hours</u> 11.40</b>	<b><u>Fees</u> \$6,192.00</b>
------------------------------	-------------------------------	-----------------------------------

Summary of Disbursements for the period January 2021

**ACROSS ALL PBA-RELATED MATTERS**

<b>EXPENSE CATEGORY</b>	<b>AMOUNTS</b>
Westlaw	\$344.00
<b>TOTAL</b>	<b>\$ 344.00</b>

Proskauer requests payment of fees and reimbursement of expenses in accordance with the procedures set forth in the Interim Compensation Order (*i.e.*, payment of ninety percent (90%) of the compensation sought, in the amount of \$5,572.80, and reimbursement of one-hundred percent (100%) of expenses incurred, in the amount of \$344.00) in the total amount \$5,916.80.

### **Professional Certification**

I hereby certify that no public servant of the Department of Treasury is a party to or has any interest in the gains or benefits derived from the contract that is the basis of this invoice. The only consideration for providing services under the contract is the payment agreed upon with the authorized representatives of the Financial Oversight and Management Board for Puerto Rico. The amount of this invoice is reasonable. The services were rendered and the corresponding payment has not been made. To the best of my knowledge, Proskauer Rose LLP does not have any debts owed to the Government of Puerto Rico or its instrumentalities.

/s/ Martin J. Bienenstock  
Martin J. Bienenstock (*pro hac vice*)

Proskauer Rose LLP  
Eleven Times Square  
New York, NY 10036  
Tel: (212) 969-3000  
Fax: (212) 969-2900

## **Exhibit A**

**Client Name**  
**Matter Name**FOMB (33260)  
PROMESA TITLE III: PBA (0083)

Exhibit B Page 39 of 44

**Invoice Date**  
**Invoice**  
**Number**24 Feb 2021  
21020709**Task Summary**

<b>Task</b>	<b>Hours</b>	<b><u>Fees Incurred</u></b>
206 Documents Filed on Behalf of the Board	5.40	4,260.60
210 Analysis and Strategy	0.60	473.40
212 General Administration	1.20	324.00
218 Employment and Fee Applications	4.20	1,134.00
<b>Total Fees</b>	<b>11.40</b>	<b>\$ 6,192.00</b>

Client Name  
Matter NameFOMB (33260)  
PROMESA TITLE III: PBA (0083)

Exhibit B Page 40 of 44

Invoice Date  
Invoice  
Number24 Feb 2021  
21020709**Description of Services Rendered**

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
<b>Documents Filed on Behalf of the Board – 206</b>					
08 Jan 2021	Blackwell, Brooke H.	206	Revise 365(d)(4) extension notice of presentment for leases in which PBA is lessor (1.30); Research regarding same (0.50); E-mail with J. Esses, P. Possinger, and E. Barak regarding same (0.30).	2.10	1,656.90
10 Jan 2021	Blackwell, Brooke H.	206	Revise 365(d)(4) extension notice of presentment for leases in which PBA is lessor (1.70); Research regarding same (0.40); E-mail with P. Possinger and E. Barak regarding same (0.10).	2.20	1,735.80
19 Jan 2021	Possinger, Paul V.	206	Review notice of presentment for extension order on 365(d)(4) deadline for PBA leases.	1.00	789.00
20 Jan 2021	Esses, Joshua A.	206	Review CNO for removal motion.	0.10	78.90
<b>Documents Filed on Behalf of the Board Sub-Total</b>				<b>5.40</b>	<b>\$4,260.60</b>
<b>Analysis and Strategy – 210</b>					
04 Jan 2021	Blackwell, Brooke H.	210	E-mail with P. Possinger, E. Barak, and J. Esses regarding 365(d)(4) extensions (0.20).	0.20	157.80
20 Jan 2021	Rosen, Brian S.	210	Revise CNO and memorandum to T. Singer regarding same (0.10).	0.10	78.90
20 Jan 2021	Blackwell, Brooke H.	210	E-mail with M. Volin, J. Esses, and T. Singer regarding filings (0.20).	0.20	157.80
20 Jan 2021	Volin, Megan R.	210	E-mails with J. Esses regarding CNO for PBA motion (0.10).	0.10	78.90
<b>Analysis and Strategy Sub-Total</b>				<b>0.60</b>	<b>\$473.40</b>
<b>General Administration – 212</b>					
20 Jan 2021	Singer, Tal J.	212	Draft CNO of motion to extend time to file notices of removal (0.80); Communications with B. Rosen, J. Esses, B. Blackwell and M. Volin regarding same (0.20); E-mails with O'Neill regarding filing of same (0.20).	1.20	324.00
<b>General Administration Sub-Total</b>				<b>1.20</b>	<b>\$324.00</b>



Client Name  
Matter NameFOMB (33260)  
PROMESA TITLE III: PBA (0083)

Exhibit B Page 41 of 44

Invoice Date  
Invoice  
Number24 Feb 2021  
21020709

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
<b>Employment and Fee Applications – 218</b>					
08 Jan 2021	Petrov, Natasha B.	218	Continue review of Proskauer monthly statements, case dockets, and pleadings for Proskauer third interim fee application (0.60); Continue drafting same (2.30).	2.90	783.00
19 Jan 2021	Petrov, Natasha B.	218	Review and analyze monthly statements for Proskauer fourth interim fee application.	0.40	108.00
27 Jan 2021	Petrov, Natasha B.	218	Draft notice of filing of third interim fee application (0.40); Revise fee application (0.20).	0.60	162.00
28 Jan 2021	Petrov, Natasha B.	218	Review December monthly statement for Proskauer fourth interim fee application.	0.30	81.00
<b>Employment and Fee Applications Sub-Total</b>				<b>4.20</b>	<b>\$1,134.00</b>

Client Name  
Matter NameFOMB (33260)  
PROMESA TITLE III: PBA (0083)

Exhibit B Page 42 of 44

Invoice Date  
Invoice  
Number24 Feb 2021  
21020709

## Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Fees Amount</u>
<b><u>Partner</u></b>			
Possinger, Paul V.	1.00	789.00	789.00
Rosen, Brian S.	0.10	789.00	78.90
<b>Total Partner</b>	<b>1.10</b>		<b>\$ 867.90</b>
<b><u>Associate</u></b>			
Blackwell, Brooke H.	4.70	789.00	3,708.30
Esses, Joshua A.	0.10	789.00	78.90
Volin, Megan R.	0.10	789.00	78.90
<b>Total Associate</b>	<b>4.90</b>		<b>\$ 3,866.10</b>
<b><u>Legal Assistant</u></b>			
Petrov, Natasha B.	4.20	270.00	1,134.00
Singer, Tal J.	1.20	270.00	324.00
<b>Total Legal Assistant</b>	<b>5.40</b>		<b>\$ 1,458.00</b>
<b>Professional Fees</b>	<b>11.40</b>		<b>\$ 6,192.00</b>

**Client Name**  
**Matter Name**FOMB (33260)  
PROMESA TITLE III: PBA (0083)

Exhibit B Page 43 of 44

**Invoice Date**  
**Invoice**  
**Number**24 Feb 2021  
21020709**Description of Disbursements**

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Amount</u>
<b>Westlaw</b>			
08 Jan 2021	Blackwell, Brooke H.	Connect and Comm Time - 0:00:00 WestChk and Other Trans - 4 Lines Printed - 0	344.00
<b>Total Westlaw</b>			<b>344.00</b>

**Client Name**  
**Matter Name**FOMB (33260)  
PROMESA TITLE III: PBA (0083)

Exhibit B Page 44 of 44

**Invoice Date**  
**Invoice**  
**Number**24 Feb 2021  
21020709

---

**Disbursement Summary**

---

<b><u>Disbursements and Other Charges</u></b>	<b><u>Amount</u></b>
Computerized Research	344.00
<b>Total Disbursements</b>	<b>\$ 344.00</b>

<b>Total Billed</b>	<b>\$ 6,536.00</b>
---------------------	--------------------